

RECORDATION NO. 27560-B FILED

JUL 09 '08 - 2 00 PM

SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)  
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OF COUNSEL  
URBAN A. LESTER

July 9, 2008

Anne K. Quinlan, Esq.  
Acting Secretary  
Surface Transportation Board  
395 "E" Street, S.W.  
Washington, D.C. 20423-0001

Dear Ms. Quinlan:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Lease Agreement (Equipment Schedule No. 003), dated as of March 18, 2008, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease Agreement (Equipment Schedule No. 001) being filed with the Board under Recordation Number 27560.

The names and addresses of the parties to the enclosed document are:

Lessor: Fifth Third Bank  
38 Fountain Square Plaza  
Cincinnati, Ohio 45263

Lessee: R.E.L.A.M., Inc.  
7695 Bond Street  
Glenwillow, Ohio 44139

Anne K. Quinlan, Esq.  
July 9, 2008  
Page 2

A description of the railroad equipment covered by the enclosed document is:

4 Harsco 6700S Tampers: serial numbers 153521, 153522, 153523 and 153547.  
1 Harsco Speedswing Model 9255S: serial number 153513.  
1 Nordco Spiker: serial number 410804.  
1 Nordco Rebuild/Upgrade Autolift Kit.  
1 Pettibone Speedswing 445E: serial number 3627.

A short summary of the document to appear in the index is:

Memorandum of Lease Agreement (Equipment Schedule No. 003).

Also enclosed is a check in the amount of \$35.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,



Robert W. Alvord

RWA/sem  
Enclosures

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SURFACE TRANSPORTATION BOARD

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MEMORANDUM OF LEASE AGREEMENT

(Equipment Schedule No. 003)

Dated as of March 10, 2008

between

FIFTH THIRD BANK,  
Lessor

and

R.E.L.A.M., INC.

Lessee

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Filed with the Surface Transportation Board pursuant to  
49 U.S.C. § 11301 on \_\_\_\_\_, 2008, at \_\_\_\_:\_\_\_\_.M  
Recordation Number \_\_\_\_\_

## **MEMORANDUM OF LEASE AGREEMENT**

**THIS MEMORANDUM OF LEASE AGREEMENT** dated as of March \_\_, 2008, is made by and between R.E.L.A.M., Inc., an Ohio corporation ("Lessee"), and FIFTH THIRD BANK, an Ohio corporation ("Lessor").

### **WITNESSETH**

1. Pursuant to a Master Equipment Lease Agreement, dated July 27, 2007, together with Equipment Schedule - No. 003 dated March 18, 2008 (collectively, the "Lease Agreement"), Lessor has agreed to lease to Lessee, and the Lessee has agreed to lease from Lessor the equipment as set forth on Exhibit A attached hereto.

2. The Lease Agreement shall be effective as of the date first set forth hereinabove and shall be subject to the Base Lease Term and any Renewal Terms as defined in the Lease Agreement.

3. The Lease Agreement does not contain a hereafter acquired clause.

4. This Memorandum of Lease Agreement may be executed in duplicate originals and any number of counterparts and by different parties in separate counterparts, each of which shall be deemed to be an original and all of which taken together shall constitute one and the same instrument.

*[Signature page follows]*

IN WITNESS WHEREOF, the parties hereto have caused this Memorandum of Lease Agreement to be signed and sealed by their respective corporate officers as of the date and year first above written.

Lessee:

R.E.L.A.M., INC.

By: [Signature]  
Name: LINDA L. ERTTEL  
Title: CORP. SECRETARY

STATE OF OHIO )  
COUNTY OF CUYAHOGA ) ss.:

On this 18TH day of MARCH, 2008, before me the subscriber personally appeared LINDA L. ERTTEL, who being by me duly sworn, did depose and say: that (s)he is a CORP. SECRETARY of R.E.L.A.M., Inc., an Ohio corporation, described in and which executed the foregoing instrument and that (s)he signed his/her name thereto by order of the Board of Directors of said corporation.



MELVIN L. FITZPATRICK  
Notary Public, State of Ohio  
My Commission Expires 4/9/2008  
Resided in Wayne County

[Lessee signature page]

IN WITNESS WHEREOF, the parties hereto have caused this Memorandum of Lease Agreement to be signed and sealed by their respective corporate officers as of the date and year first above written.

Lessor:

FIFTH THIRD BANK

By: Gerald Whitfield  
Name: Gerald Whitfield, VP  
Title:

STATE OF OHIO                    )  
  ) ss.:  
COUNTY OF HAMILTON        )

On this 2 day of July, 2008, before me the subscriber personally appeared Gerald Whitfield, who being by me duly sworn, did depose and say: that he is a VP of FIFTH THIRD BANK the corporation described in and which executed the foregoing instrument and that he signed his name thereto by order of the Board of Directors of said corporation.

Paula D. McQueen  
NOTARY PUBLIC

My Commission Expires: 10-14-08



[Lessor signature page]

**EXHIBIT A**  
**EQUIPMENT DESCRIPTION**

**Lease:** Equipment Schedule No. 003 dated as of March 18, 2008 to Master Equipment Lease Agreement Dated as of July 27, 2007.

**Lessor:** FIFTH THIRD BANK

**Lessee:** R.E.L.A.M., Inc., an Ohio corporation

**Vendor:** Harsco Track Technologies  
Invoice No. SIV/10234117  
One (1) Harsco 6700S Tamper-6717 STK, S/N: 153522

**Vendor:** Harsco Track Technologies  
Invoice No. SIV/10235922  
One (1) Harsco 6700S Tamper-6717 STK, S/N: 153521

**Vendor:** Harsco Track Technologies  
Invoice No. SIV/10237660  
One (1) Harsco 6700S Tamper-6717 STK, S/N: 153547

**Vendor:** Harsco Track Technologies  
Invoice No. SIV/10236851  
One (1) Harsco 6700S Tamper-6717 STK, S/N: 153523

**Vendor:** Harsco Track Technologies  
Invoice No. SIV/10231195  
One (1) Harsco Speedswing Model 925SS, S/N: 153513

**Vendor:** Nordco  
Invoice No. 280622  
One (1) Nordco Spiker, S/N: 410804

**Vendor:** Nordco  
Invoice No. 278977  
One (1) Nordco Rebuild/upgrade Autolift Kit

**Vendor:** Pettibone Traverse Lift  
Invoice No. 354356  
One (1) Pettibone Speedswing Model 445E, S/N: 3627

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: \_\_\_\_\_

7/9/08



\_\_\_\_\_  
Robert W. Alvord